EX 2

NO TITLE SEARCH PERFORMED BY PREPARER

MAP Part of 118 3

GROUP

PARCEL 84.00

IMPROVED ____ UNIMPROVED X

SEND TAX BILLS TO:

Rita McNamee Smith
209 Olive Branch Rd
Nashville, TN 37205

THIS INSTRUMENT PREPARED FROM INFORMATION FROM OTHERS BY:

WILLIAM E. FARMER
ATTORNEY AT LAW
P.O. BOX 2429
LEBANON, TENNESSEE 37088-2429

ADDRESS NEW OWNER(S):

Same

SPECIAL WARRANTY DEED

BOOK 11730 PAGE 235

FOR AND IN CONSIDERATION of the sum of Fifteen Thousand and 00/100 ($15,000.00) Dollars, cash in hand paid, receipt of which is hereby acknowledged, the **NASHVILLE AND EASTERN RAILROAD AUTHORITY**, has this day bargained and sold and by these presents, does hereby transfer and convey unto **RITA McNAMEE SMITH**, her heir and assigns, the following described tract(s) or parcel(s) of land situated and lying in Davidson County, Tennessee, more particularly described as follows, to-wit:

Located near Fessey Park Road (70' R.O.W.) approximately 195' north of the intersection of the eastern margins of the CSX Railroad and the Nashville and Eastern Railroad right-of-ways, and bounded on the north and west by the right-of-way of the Nashville and Eastern Railroad and generally on the south and east by the property belonging to Rita McNamee Smith of record in Deed Book 5644, Page 588, Register's Office of Davidson County, Tennessee, and more specifically described as follows:

Commencing on an iron pin, the southwest corner of Smith Property and the northwest corner of Commerce Union Bank, Trust Property thence N-12 degrees 07 minutes 40 seconds East, 18.08 feet to the point of Beginning of the herein described tract, being a point on the eastern margin of the Nashville and Eastern Railroad, thence leaving the margin of said right-of-way and encroaching into said right-of-way North 12 degrees 07 minutes 40 seconds East 47.97 feet to a point at the oblique corner of a building; thence North 14 degrees 22 minutes 47 seconds East 53.38 feet to a building corner, thence with a fence North 41 degrees 10 minutes 55 seconds East, 185.25 feet to a corner fence post; thence with the fence South 3 degrees 37 minutes 29 seconds East 33.16 feet to a point on the east margin of the said railroad right-of-way; thence with said right of way around a compound curve to the left with the first radius being 758.97 feet, and the first arc distance being 226.79 feet to a point; thence continuing around the second curve to the left with the second radius of 560.30 feet, and the

second arc distance of 26.84 feet to the point of beginning and containing 5,307.54 square feet, or 0.122 acres, more or less, according to a survey by Gaylon W. Northcutt, TN RLS #1529 and found of record in Book _____, Page _____, Register's Office of Davidson County, Tennessee.

Deed Reference: Being part of the same property conveyed to the Nashville and Eastern Railroad Authority by deed from CSX Transportation, Inc. Dated August 29, 1986 a shown of record in Deed Book 6978, Page 401, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD said tract(s) or parcel(s) of land together with any and all appurtenances, improvements, estate, title and interest thereunto belonging unto the said **Rita McNamee Smith**, her heirs and assigns, in fee simple, forever.

And Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of said property in fee simple; that Grantor has a good and lawful right to transfer and convey the same; that the same is free, clear and unencumbered, and that Grantor and its successors will warrant and defend the property and title thereto unto Grantee, its successors and assigns, against claims of all persons or entities claiming by, through or under Grantor, but not otherwise, excluding those matters set forth herein, to which this conveyance is made expressly subject.

This conveyance is made subject to the accuracy, provisions and restrictions shown on the survey of record in Book _____, Page _____, Register's Office for Davidson County, Tennessee.

The undersigned, Nashville and Eastern Railroad Corporation, joins in this conveyance to relinquish and release any and all rights and claims it may have in the subject property as the Lessee of same.

POSSESSION shall be given with the delivery of deed. The property taxes for 1999 shall be prorated and the Grantor(s) shall pay all back taxes, if any.

IN WITNESS WHEREOF, we have hereunto set our hand(s) on this the 11 day of June, 1999.

NASHVILLE AND EASTERN RAILROAD AUTHORITY:

By: _____
MICHAEL R. JENNINGS, CHAIRMAN

Attest: _____
Jerry Futrell, Sec.

NASHVILLE AND EASTERN RAILROAD CORPORATION:

By: _____
WILLIAM J. DRUNSIC, PRESIDENT

STATE OF TENNESSEE
COUNTY OF WILSON

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared **Michael R. Jennings and Jerry Futrell**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged themselves to be the Chairman and Secretary, respectively (or other duly authorized officer) of the **Nashville and Eastern Railroad Authority**, and that they, as such, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the organization by themselves as such.

Witness my hand seal, at office in Lebanon, Tennessee on the 11th day of June, 1999.

_____
NOTARY PUBLIC

Commission Expires: 3-25-2001

STATE OF VERMONT
COUNTY OF BENNINGTON

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared **William J. Drunsic**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President (or other duly authorized officer) of the **Nashville and Eastern Railroad Corporation**, and that he as such, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the organization by himself as such.

Witness my hand seal, at office in MANCHESTER, VERMONT on the 6TH day of OCTOBER, 1999.

_____
NOTARY PUBLIC

Commission Expires: 02/10/03

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STATE OF TENNESSEE
COUNTY OF Williamson

The Actual consideration or value, whichever is greater for this transfer is $15,000.00.

AFFIANT

Sworn to and subscribed before me, this 29th day of October, 1999.

NOTARY PUBLIC

Commission Expires:

DAWN D. CHASE NOTARY PUBLIC AT LARGE WILLIAMSON CO. TENN.

My Commission Expires 6/12/2002

0653881

RECEIVED
1999 NOV -3 PM 1:08
REGISTER'S OFFICE
WILLIAMSON CTY. TN.

75S 11/02 0101 03CHECK 74.50

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11730 PAGE 239

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED	CFEE - COMPUTER FEE	PRFEE - PROBATE FEE

MAMT 15000.00

ERR CO
MAMT 15000.00-
CAMT 15000.00
CON TX 55.50
PRFEE 1.00
WDEED 16.00
CFEE 2.00
TOTAL 74.50
CHECK 74.50

11/03/99 01 13:09 0001 7559

0653881

REFERENCE

99 NOV -3 PM 1:08

REGISTER'S
DAVIDSON CO. TN.

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1535299